

Performance Committee Terms of Reference

1. Constitution

The Trust Board hereby resolves to establish an Assurance Committee to be known as the Performance Committee (The Committee). The Committee is a Non-Executive Committee of the Trust Board and has no executive powers, other than those specifically delegated in these terms of reference.

2. Authority

The Committee is authorised by the Trust Board to investigate any activity within its terms of reference. It is authorised to request any information from any employee and all employees are directed to cooperate with any request made by the Committee. The Committee is authorised by the Trust Board to obtain legal advice and to secure the attendance of experts and external representatives or persons with relevant experience / expertise if it considers it necessary.

3. Membership

- Four Non-Executive Directors (one of whom will Chair the committee)
- Director of Finance (SRO)
- Managing Director
- Chief Nurse
- Chief Medical Officer

The following officers are required to attend all meetings but are not members:

- Director of Operations
- Director of People and Organisational Development
- Director of Governance
- Director of Estates

4. Attendance

The Committee may ask any other officials of the organisation to attend to assist it with its discussions on any particular matter. The Committee may ask any or all of those who normally attend but who are not members to withdraw to facilitate open and frank discussion of particular matters.

Attendance at meetings is essential. In exceptional circumstances when an Executive member cannot attend they must arrange for a fully briefed deputy of sufficient seniority

to attend on their behalf. Members will be required to attend as a minimum 50% of the meetings per year.

5. Quorum

The quorum necessary for the transaction of business shall be four members of whom at least two must be Non-Executive Directors and two Executive Director. A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions invested in, or exercised, by the Committee.

6. Frequency and Conduct

The Committee shall operate as follows:

- The Committee will meet monthly until agreed otherwise
- Items for the agenda should be submitted to the Committee Secretary a minimum of 6 working days prior to the meeting. Papers on other matters will be put on the agenda only with the prior agreement of the Chair.
- Papers will be sent out by the Committee Secretary at least 3 working days before each meeting
- Membership and terms of reference will only be changed with the approval of the Committee, and ultimately the Trust Board
- The terms of reference of the Committee will be reviewed and agreed annually

7. Main Duties

The Committee is authorised to ensure that the Trust's financial and performance strategies and underpinning policies, leadership and behaviours are aligned with the Trust's strategy and vision, with the aim of ensuring that effective governance, risk management and internal control systems are in place to ensure the achievement of sustainable performance.

The committee will consider all relevant risks within the Board Assurance Framework and corporate risk register as they relate to the remit of the committee, as part of the reporting requirements, and to report any areas of significant concern to the Audit and Risk Assurance Committee or the Board as appropriate. The committee will also recommend changes to the BAF relating to emerging risks and existing entries within its remit for the executive to consider.

8. Key responsibilities

The key responsibilities of the Committee shall be to provide assurance to the board that the financial and operational performance is delivered in accordance with the agreed strategy, plans and trajectories, by:

- Overseeing the development and implementation of the financial and performance strategy, ensuring that it delivers the service objectives as set out in the Forward Plan and to ensure delivery of financial and performance targets.
- Monitoring delivery of the Trust's cost improvement and the development of efficiency and productivity processes.
- Overseeing the investment and borrowing strategy and policy, reviewing performance against treasury management benchmarks and targets and ensuring compliance with Trust policies and procedures in respect of limits, approved counterparties and types of investment
- Receiving and monitoring monthly reports on quality performance, noting any trends, exceptions and variances against plans on a Trust-wide and divisional basis and reviewing in detail any major performance variations, providing constructive challenge as appropriate.
- Receiving and monitoring monthly reports on financial performance, including cost improvement programmes and use of resources, noting any trends, exceptions and variances against plans on a Trust-wide and divisional basis and reviewing in detail any major performance variations as appropriate
- Receiving and monitoring monthly reports on operational performance, noting any trends, exceptions and variances against plans on a Trust-wide and divisional basis and reviewing in detail any major performance variations, providing constructive challenge as appropriate
- Receiving and monitoring monthly reports on workforce performance, noting any trends, exceptions and variances against plans on a Trust-wide and divisional basis and reviewing in detail any major performance variations, providing constructive challenge as appropriate.
- Overseeing the contracting and planning mechanisms in place with commissioners of healthcare to agree annual or longer term contracts as may be appropriate, seeking to ensure that any financial or operational risks arising from those contracts are identified and mitigated as appropriate.
- Advising the board of key strategic risks relating to performance and consider plans for mitigation, providing constructive challenge as appropriate.
- Advising the Board on the Trust's disclosure statement confirming compliance with national guidance relating to reference costs and the underlying process.
- Overseeing arrangements for coding and ensuring coding quality.

9. Reporting and Monitoring Responsibilities

Minutes will be prepared after each meeting of this Committee within 5 working days and circulated to members of the Committee and others as necessary once confirmed by the Chair of the Committee.

There should be a formal report of Chair's Key Issues [CKIs] from the committee to the next meeting of the Board of Directors. The Chair of the Committee shall draw to the attention of the Trust Board, in private or public as appropriate, any issues that require disclosure to the Board or require executive action. The speed of communication should be proportionate to the seriousness and likely impact of the issue.

The key issues of the Committee will be included in the Board of Directors' agenda and papers. Once the Committee has approved the full minutes, a copy will be available, for information, to the Board at its next meeting.

The Committee shall submit an Annual Report to the Trust Board within the first three months of the new financial year.

10. Monitoring effectiveness

In order to support the continual improvement of governance standards, this Committee is required to complete a self-assessment of effectiveness at least annually and advise the Trust Board of any suggested amendments to these terms of reference which would improve the trust governance arrangements.

11. Approval

These terms of reference were reviewed by the Performance Committee on 27 April 2021 and approved by Trust Board as part of the Corporate Governance Framework on [date to be added].

FOR APPROVAL